

# Exhibit DD

Message

**From:** Bob Hilliard [bobh@hmgllawfirm.com]  
**Sent:** 8/11/2017 07:13:40  
**To:** Steve Berman [Steve@hbsslw.com]; Moss, Naomi [nmoss@akingump.com]  
**CC:** Sander L. Esserman [Esserman@sbep-law.com]; Weintraub, William P [WWeintraub@goodwinlaw.com]; Gillett, Gabriel K. [GGillett@gibsondunn.com]; Howard Steel [hsteel@brownrudnick.com]; Briana L. Cioni [cioni@sbep-law.com]; Golden, Daniel [dgolden@AkinGump.com]; Martorana, Keith R. [KMartorana@gibsondunn.com]; Forster, Jill L. [JForster@brownrudnick.com]; Newman, Deborah [djnewman@akingump.com]; Williams, Matt J. [MJWilliams@gibsondunn.com]; Chorba, Christopher [CChorba@gibsondunn.com]; Fox, Gregory W. [GFox@goodwinlaw.com]; Steve Shadowen [steve@hilliardshadowenlaw.com]; Thomas J. Henry [tjh@tjhlaw.com]; Kelly McQuary [kelly@hmgllawfirm.com]; Lnorman@andrewsmyers.com; Edward Weisfelner [eweisfelner@brownrudnick.com]; Chris O'Hara [ChrisO@hbsslw.com]; Elizabeth Cabraser [ECABRASER@lchb.com]; Geman, Rachel (External) [rgeman@lchb.com]; Michael E. Henry [mehenry@thomasjhenrylaw.com]  
**Subject:** Re: Motors - GUC Settlement (FRE 408)

Regarding section 42 language:

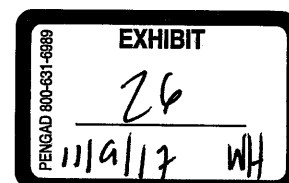
**Here is what is says now:**

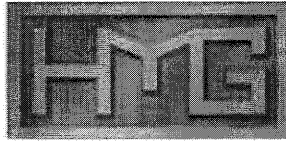
Although the GUC Trust does not agree with the allowability or amount of the damages asserted in the Proffered Evidence<sup>[1]</sup> and believes it has substantial defenses with respect to the merits of plaintiffs' asserted claims and their asserted damages, after reviewing the Proffered Evidence and considering the benefits of the Settlement as a whole to the Unitholders to whom it owes a fiduciary duty, the GUC Trust recognizes that there is a risk that, if such claims are allowed, the aggregate general unsecured claims (including already allowed claims) could well exceed \$42 billion

**Here is what we can live with:**

The GUC Trust recognizes that it may, should it choose, contest the level of damages. There is no guarantee the GUC Trust would prevail and reduce or limit the damages. After reviewing the Proffered Evidence and considering the benefits of the Settlement as a whole to the Unitholders to whom it owes a fiduciary duty, the GUC Trust recognizes that there is a risk that, if such claims are allowed, the aggregate general unsecured claims (including already allowed claims) could well exceed \$42 billion

Berman insists, once again, this is a walk away issue, but, you know how that goes.





HILLIARD MUÑOZ GONZALES &  
TRIAL ATTORNEYS

**ROBERT C. HILLIARD**  
*Attorney at Law*

*National Law Journal's*

**2016 Elite Trial Lawyer of the Year – Products Liability**

**2015 Elite Trial Lawyer of the Year – Motor Vehicles**

**Board Certified: Personal Injury Trial Law & Civil Trial Law**

**HMGLAWFIRM.COM**

---

**From:** Bob Hilliard <bobh@hmglawfirm.com>

**Date:** Friday, August 11, 2017 at 7:11 AM

**To:** Steve Berman <Steve@hbsslaw.com>, "Moss, Naomi" <nmoos@akingump.com>

**Cc:** "Sander L. Esserman" <Esserman@sbep-law.com>, "Weintraub, William P"

<WWeintraub@goodwinlaw.com>, "Gillett, Gabriel K." <GGillett@gibsondunn.com>, Howard Steel

<hsteel@brownrudnick.com>, "Briana L. Cioni" <cioni@sbep-law.com>, "Golden, Daniel"

<dgolden@AkinGump.com>, "Martorana, Keith R." <KMartorana@gibsondunn.com>, "Forster, Jill L."

<JForster@brownrudnick.com>, "Newman, Deborah" <djnewman@akingump.com>, "Williams, Matt J."

<MJWilliams@gibsondunn.com>, "cchorba@gibsondunn.com" <cchorba@gibsondunn.com>, "Fox, Gregory

W." <GFox@goodwinlaw.com>, Steve Shadowen <steve@hilliardshadowenlaw.com>, Thomas Henry

<tjh@tjhlaw.com>, Kelly Duff <kelly@hmglawfirm.com>, "Lnorman@andrewsmyers.com"

<Lnorman@andrewsmyers.com>, Ed Weisfelner <eweisfelner@brownrudnick.com>, Chris O'Hara

<ChrisO@hbsslaw.com>, "Cabrer, Elizabeth J." <ECABRASER@lchb.com>, "Geman, Rachel"

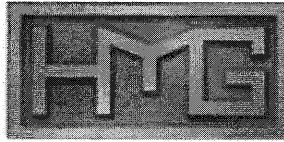
<rgeman@lchb.com>, "Michael E. Henry" <mehenry@thomasjhenrylaw.com>

**Subject:** Re: Motors - GUC Settlement (FRE 408)

Regarding the call today at 11:00 est.

Judge Furman has indicated that the status conference will end promptly at 11:00.

Push this call back 30 minutes to prevent co-lead stragglers.



HILLIARD MUÑOZ GONZALES &  
TRIAL ATTORNEYS

**ROBERT C. HILLIARD**  
*Attorney at Law*

*National Law Journal's*

**2016 Elite Trial Lawyer of the Year – Products Liability**  
**2015 Elite Trial Lawyer of the Year – Motor Vehicles**

**Board Certified: Personal Injury Trial Law & Civil Trial Law**  
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---

**From:** Bob Hilliard <bobh@hmglawfirm.com>

**Date:** Thursday, August 10, 2017 at 9:20 AM

**To:** Steve Berman <Steve@hbsslaw.com>, "Moss, Naomi" <nmoss@akingump.com>

**Cc:** "Sander L. Esserman" <Esserman@sbep-law.com>, "Weintraub, William P"

<WWeintraub@goodwinlaw.com>, "Gillett, Gabriel K." <GGillett@gibsondunn.com>, Howard Steel

<hsteel@brownrudnick.com>, "Briana L. Cioni" <cioni@sbep-law.com>, "Golden, Daniel"

<dgolden@AkinGump.com>, "Martorana, Keith R." <KMartorana@gibsondunn.com>, "Forster, Jill L."

<JForster@brownrudnick.com>, "Newman, Deborah" <djnewman@akingump.com>, "Williams, Matt J."

<MJWilliams@gibsondunn.com>, "cchorba@gibsondunn.com" <cchorba@gibsondunn.com>, "Fox, Gregory

W." <GFox@goodwinlaw.com>, Steve Shadowen <steve@hilliardshadowenlaw.com>, Thomas Henry

<tjh@tjhlaw.com>, "Lnorman@andrewsmyers.com" <Lnorman@andrewsmyers.com>, Ed Weisfelner

<eweisfelner@brownrudnick.com>, Chris O'Hara <ChrisO@hbsslaw.com>, "Cabraser, Elizabeth J."

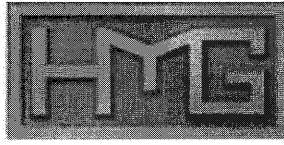
<ECABRASER@lchb.com>, "Geman, Rachel" <rgeman@lchb.com>, "Michael E. Henry"

<mehenry@thomasjhenrylaw.com>

**Subject:** Re: Motors - GUC Settlement (FRE 408)

I can do it at this time.

Seems like the best idea is to meet after status conf. tomorrow?



HILLIARD MUÑOZ GONZALES &  
TRIAL ATTORNEYS

**ROBERT C. HILLIARD**  
*Attorney at Law*

*National Law Journal's*  
**2016 Elite Trial Lawyer of the Year – Products Liability**  
**2015 Elite Trial Lawyer of the Year – Motor Vehicles**

**Board Certified: Personal Injury Trial Law & Civil Trial Law**  
**HMGLAWFIRM.COM**

---

**From:** Steve Berman <Steve@hbsslaw.com>

**Date:** Thursday, August 10, 2017 at 8:13 AM

**To:** "Moss, Naomi" <nmooss@akingump.com>

**Cc:** "Sander L. Esserman" <Esserman@sbep-law.com>, "Weintraub, William P" <WWeintraub@goodwinlaw.com>, "Gillett, Gabriel K." <GGillett@gibsondunn.com>, Howard Steel <hsteel@brownrudnick.com>, "Briana L. Cioni" <cioni@sbep-law.com>, "Golden, Daniel" <dgolden@AkinGump.com>, "Martorana, Keith R." <KMartorana@gibsondunn.com>, "Forster, Jill L." <JForster@brownrudnick.com>, "Newman, Deborah" <djnewman@akingump.com>, "Williams, Matt J." <MJWilliams@gibsondunn.com>, "cchorba@gibsondunn.com" <cchorba@gibsondunn.com>, "Fox, Gregory W." <GFox@goodwinlaw.com>, Bob Hilliard <bobh@hmglawfirm.com>, Steve Shadowen <steve@hilliardshadowenlaw.com>, Thomas Henry <tjh@tjhlaw.com>, "Lnorman@andrewsmyers.com" <Lnorman@andrewsmyers.com>, Ed Weisfelner <eweisfelner@brownrudnick.com>, Chris O'Hara <ChrisO@hbsslaw.com>, "Cabraser, Elizabeth J." <ECABRASER@lchb.com>, "Geman, Rachel" <rgeman@lchb.com>, "Michael E. Henry" <mehenry@thomasjhenrylaw.com>

**Subject:** Re: Motors - GUC Settlement (FRE 408)

Cabraser and I are flying then not going to work w.o leads

On Aug 10, 2017, at 6:05 AM, Moss, Naomi <nmooss@akingump.com> wrote:

Apologies, due to scheduling conflicts, we need to do the call from 3-4pm ET. An updated calendar invite will follow.

Naomi Moss

Direct: +1 212.872.1044 | Internal: 31044

-----Original Message-----

From: Sander L. Esserman [mailto:Esserman@sbep-law.com]

Sent: Thursday, August 10, 2017 8:13 AM

To: Moss, Naomi; Weintraub, William P; Gillett, Gabriel K.; Steel, Howard S.; Briana L. Cioni  
Cc: Golden, Daniel; Steve Berman; Martorana, Keith R.; Forster, Jill L.; Newman, Deborah; Williams, Matt J.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry;  
[Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com); Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External); Michael E. Henry  
Subject: RE: Motors - GUC Settlement (FRE 408)

Adding Briana Cioni--please make sure she gets an invite also, thanks.

Sandy

---

From: Moss, Naomi [[nmoss@akingump.com](mailto:nmoss@akingump.com)]  
Sent: Thursday, August 10, 2017 7:11 AM  
To: Weintraub, William P; Gillett, Gabriel K.; Sander L. Esserman; Steel, Howard S.  
Cc: Golden, Daniel; Steve Berman; Martorana, Keith R.; Forster, Jill L.; Newman, Deborah; Williams, Matt J.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry;  
[Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com); Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External); Michael E. Henry  
Subject: RE: Motors - GUC Settlement (FRE 408)

Does 2-3pm ET not work for anyone?

Naomi Moss

Direct: +1 212.872.1044<<tel:1212.872.1044>> | Internal: 31044<<tel:31044>>

---

From: Weintraub, William P [<mailto:WWeintraub@goodwinlaw.com>]  
Sent: Thursday, August 10, 2017 7:45 AM  
To: Moss, Naomi; Gillett, Gabriel K.; Sander L. Esserman; Steel, Howard S.  
Cc: Golden, Daniel; Steve Berman; Martorana, Keith R.; Forster, Jill L.; Newman, Deborah; Williams, Matt J.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry;  
[Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com); Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External); Michael E. Henry  
Subject: RE: Motors - GUC Settlement (FRE 408)

2 or 3 works for me. Adding Mike Henry to this email chain. Please make sure he get a calendar invite.

---

From: Moss, Naomi [<mailto:nmoss@akingump.com>]  
Sent: Thursday, August 10, 2017 7:44 AM  
To: Gillett, Gabriel K.; Sander L. Esserman; Steel, Howard S.  
Cc: Weintraub, William P; Golden, Daniel; Steve Berman; Martorana, Keith R.; Forster, Jill L.; Newman, Deborah; Williams, Matt J.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com>>; Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External)  
Subject: RE: Motors - GUC Settlement (FRE 408)

Please let us know if there are times between 2-4pm ET that work for people. Thanks.

Naomi Moss

Direct: +1 212.872.1044<<tel:1212.872.1044>> | Internal: 31044<<tel:31044>>

-----Original Message-----

From: Gillett, Gabriel K. [<mailto:GGillett@gibsondunn.com>]

Sent: Wednesday, August 09, 2017 10:24 PM

To: Sander L. Esserman; Steel, Howard S.

Cc: Weintraub, William P; Golden, Daniel; Steve Berman; Martorana, Keith R.; Forster, Jill L.; Newman, Deborah; Moss, Naomi; Williams, Matt J.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com>>; Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External)

Subject: RE: Motors - GUC Settlement (FRE 408)

Unfortunately a conflict has come up for us that we cannot move. We could do any time after 2 PM. Sorry for the inconvenience.

Gabriel Gillett

GIBSON DUNN

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[GGillett@gibsondunn.com](mailto:GGillett@gibsondunn.com)<<mailto:GGillett@gibsondunn.com>> \*

[www.gibsondunn.com](http://www.gibsondunn.com)<[https://urldefense.proofpoint.com/v2/url?u=http-3A\\_www.gibsondunn.com&d=DwMF-g&c=YOHA32qHoO0MIaoXxJhqDw&r=0I3coMu4T2Br7N\\_Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBxZJMNxRE4j3IPqImKSAOgWtTUFIOUjOSSrAX\\_E&s=KfJ7aW2pLGxB6d\\_0JFVQbOQDY1SBm3BLwLlg4h2h9gM&e=>](https://urldefense.proofpoint.com/v2/url?u=http-3A_www.gibsondunn.com&d=DwMF-g&c=YOHA32qHoO0MIaoXxJhqDw&r=0I3coMu4T2Br7N_Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBxZJMNxRE4j3IPqImKSAOgWtTUFIOUjOSSrAX_E&s=KfJ7aW2pLGxB6d_0JFVQbOQDY1SBm3BLwLlg4h2h9gM&e=>)

[www.gibsondunn.com](http://www.gibsondunn.com)&d=DwMF-

[g&c=YOHA32qHoO0MIaoXxJhqDw&r=0I3coMu4T2Br7N\\_Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBxZJMNxRE4j3IPqImKSAOgWtTUFIOUjOSSrAX\\_E&s=KfJ7aW2pLGxB6d\\_0JFVQbOQDY1SBm3BLwLlg4h2h9gM&e=>](https://urldefense.proofpoint.com/v2/url?u=http-3A_www.gibsondunn.com&d=DwMF-g&c=YOHA32qHoO0MIaoXxJhqDw&r=0I3coMu4T2Br7N_Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBxZJMNxRE4j3IPqImKSAOgWtTUFIOUjOSSrAX_E&s=KfJ7aW2pLGxB6d_0JFVQbOQDY1SBm3BLwLlg4h2h9gM&e=>)

-----Original Message-----

From: Sander L. Esserman [<mailto:Esserman@sbep-law.com>]

Sent: Wednesday, August 9, 2017 9:42 PM

To: Steel, Howard S. <[HSteel@brownrudnick.com](mailto:HSteel@brownrudnick.com)<<mailto:HSteel@brownrudnick.com>>>

Cc: Weintraub, William P <[WWeintraub@goodwinlaw.com](mailto:WWeintraub@goodwinlaw.com)<<mailto:WWeintraub@goodwinlaw.com>>>;

Golden, Daniel <[dgolden@AkinGump.com](mailto:dgolden@AkinGump.com)<<mailto:dgolden@AkinGump.com>>>; Steve Berman

<[Steve@hbsslaw.com](mailto:Steve@hbsslaw.com)<<mailto:Steve@hbsslaw.com>>>; Martorana, Keith R.

<[KMartorana@gibsondunn.com](mailto:KMartorana@gibsondunn.com)<<mailto:KMartorana@gibsondunn.com>>>; Forster, Jill L.

<[JForster@brownrudnick.com](mailto:JForster@brownrudnick.com)<<mailto:JForster@brownrudnick.com>>>; Newman, Deborah

<[djnewman@akingump.com](mailto:djnewman@akingump.com)<<mailto:djnewman@akingump.com>>>; Moss, Naomi

<[nmoss@akingump.com](mailto:nmoss@akingump.com)<<mailto:nmoss@akingump.com>>>; Williams, Matt J.  
<[MJWilliams@gibsondunn.com](mailto:MJWilliams@gibsondunn.com)<<mailto:MJWilliams@gibsondunn.com>>>; Gillett, Gabriel K.  
<[GGillett@gibsondunn.com](mailto:GGillett@gibsondunn.com)<<mailto:GGillett@gibsondunn.com>>>; Chorba, Christopher  
<[CChorba@gibsondunn.com](mailto:CChorba@gibsondunn.com)<<mailto:CChorba@gibsondunn.com>>>; Fox, Gregory W.  
<[GFox@goodwinlaw.com](mailto:GFox@goodwinlaw.com)<<mailto:GFox@goodwinlaw.com>>>; Bob Hilliard  
<[bobh@hmglawfirm.com](mailto:bobh@hmglawfirm.com)<<mailto:bobh@hmglawfirm.com>>>; Steve Shadowen  
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<[tjh@tjhlaw.com](mailto:tjh@tjhlaw.com)<<mailto:tjh@tjhlaw.com>>>;  
[Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com>>; Weisfelner, Edward S.  
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<[ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)<<mailto:ChrisO@hbsslaw.com>>>; Elizabeth Cabraser  
<[ecabraser@lchb.com](mailto:ecabraser@lchb.com)<<mailto:ecabraser@lchb.com>>>; Geman, Rachel (External)  
<[rgeman@lchb.com](mailto:rgeman@lchb.com)<<mailto:rgeman@lchb.com>>>

Subject: Re: Motors - GUC Settlement (FRE 408)

I will not be able to make the call but will catch up with Howie on Friday.

Thanks,

Sandy.

Sander Esserman

Stutzman, Bromberg, Esserman & Plifka,

A Professional Corporation

2323 Bryan Street, Suite 2200<x-apple-data-detectors://0/0>

Dallas, Texas 75201-2689<x-apple-data-detectors://0/0>

Telephone: (214) 969-4910<<tel:%28214%29%20969-4910>>

Facsimile: (214) 969-4999<<tel:%28214%29%20969-4999>>

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On Aug 9, 2017, at 2:01 PM, Steel, Howard S.

[HSteel@brownrudnick.com](mailto:HSteel@brownrudnick.com)<<mailto:HSteel@brownrudnick.com><[%3cmailto:HSteel@brownrudnick.com>>> wrote:](mailto:HSteel@brownrudnick.com)

Works for BR

Howard S. Steel

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212.938.2806 (direct fax)

[hsteel@brownrudnick.com](mailto:hsteel@brownrudnick.com)<<mailto:hsteel@brownrudnick.com><[%3cmailto:hsteel@brownrudnick.com>>](mailto:hsteel@brownrudnick.com)

From: Weintraub, William P [<mailto:WWeintraub@goodwinlaw.com>]

Sent: Wednesday, August 09, 2017 1:55 PM

To: Golden, Daniel; Steve Berman; Martorana, Keith R.; Steel, Howard S.; Forster, Jill L.; Newman, Deborah; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; [cchorba@gibsondunn.com](mailto:cchorba@gibsondunn.com)<<mailto:cchorba@gibsondunn.com><<mailto:cchorba@gibsondunn.com>%3cmailto:cchorba@gibsondunn.com>>; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com><<mailto:Lnorman@andrewsmyers.com>%3cmailto:Lnorman@andrewsmyers.com>>

Cc: Weisfelner, Edward S.; Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External); [esserman@sbep-law.com](mailto:esserman@sbep-law.com)<<mailto:esserman@sbep-law.com><<mailto:esserman@sbep-law.com>%3cmailto:esserman@sbep-law.com>>

Subject: RE: Motors - GUC Settlement (FRE 408)

External E-mail. Use caution accessing links or attachments.

---

Okay.

From: Golden, Daniel [<mailto:dgolden@AkinGump.com>]<[mailto:\[mailto:dgolden@AkinGump.com\]](mailto:[mailto:dgolden@AkinGump.com])>

Sent: Wednesday, August 09, 2017 12:46 PM

To: Steve Berman; Martorana, Keith R.; Howard Steel; Weintraub, William P; Forster, Jill L.; Newman, Deborah; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; [cchorba@gibsondunn.com](mailto:cchorba@gibsondunn.com)<<mailto:cchorba@gibsondunn.com><<mailto:cchorba@gibsondunn.com>%3cmailto:cchorba@gibsondunn.com>>; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com><<mailto:Lnorman@andrewsmyers.com>%3cmailto:Lnorman@andrewsmyers.com>>

Cc: Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External); [esserman@sbep-law.com](mailto:esserman@sbep-law.com)<<mailto:esserman@sbep-law.com><<mailto:esserman@sbep-law.com>%3cmailto:esserman@sbep-law.com>>

Subject: RE: Motors - GUC Settlement (FRE 408)

In light of Steve Berman's response does 11 am Eastern tomorrow work?

Daniel H. Golden

AKIN GUMP STRAUSS HAUER & FELD LLP

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Fax: +1 212.872.1002 |  
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Bio<<http://www.akingump.com/dgolden>>

From: Steve Berman [<mailto:Steve@hbsslaw.com>]

Sent: Wednesday, August 09, 2017 12:42 PM

To: Golden, Daniel; Martorana, Keith R.; Howard Steel; 'Weintraub, William P'; Forster, Jill L.; Newman, Deborah; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.;  
[cchorba@gibsondunn.com](mailto:cchorba@gibsondunn.com)<<mailto:cchorba@gibsondunn.com><<mailto:cchorba@gibsondunn.com>%3c<mailto:cchorba@gibsondunn.com>>>; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry;  
[Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com)<<mailto:Lnorman@andrewsmyers.com><<mailto:Lnorman@andrewsmyers.com>%3c<mailto:Lnorman@andrewsmyers.com>>>

Cc: Weisfelner, Ed (External); Chris O'Hara; Elizabeth Cabraser; Geman, Rachel (External);  
[esserman@sbep-law.com](mailto:esserman@sbep-law.com)<<mailto:esserman@sbep-law.com><<mailto:esserman@sbep-law.com>%3c<mailto:esserman@sbep-law.com>>>

Subject: RE: Motors - GUC Settlement (FRE 408)

Dan

I am travelling from Seattle to nyc for the Friday gm status in the mdl so that doesn't work

Can we do this at 8am pst or 9pst

Steve Berman | Hagens Berman Sobol Shapiro LLP | Direct: (206) 268-9320

From: Golden, Daniel [<mailto:dgolden@AkinGump.com>]

Sent: Wednesday, August 9, 2017 9:35 AM

To: Martorana, Keith R.

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<hsteel@brownrudnick.com<mailto:hsteel@brownrudnick.com<mailto:hsteel@brownrudnick.com%3cmailto:hsteel@brownrudnick.com>>>; 'Weintraub, William P'  
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<cchorba@gibsondunn.com<mailto:cchorba@gibsondunn.com<mailto:cchorba@gibsondunn.com%3cmailto:cchorba@gibsondunn.com>>>; Fox, Gregory W.  
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<Lnorman@andrewsmyers.com<mailto:Lnorman@andrewsmyers.com<mailto:Lnorman@andrewsmyers.com%3cmailto:Lnorman@andrewsmyers.com>>>

Cc: Edward Weisfelner

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Subject: RE: Motors - GUC Settlement (FRE 408)

All: I would like to see if can schedule an all hands call for tomorrow to finalize all of the settlement documentation and motions. This morning Ed Weisfelner and I had a call with Arthur Steinberg and an attorney from Kirkland giving them a heads up on the proposed settlement and our desire to have a chambers conference with Judge Glenn for some day next week. We committed to giving Steinberg and the Kirkland attorney a final set of the pleadings sufficiently in advance of a to be scheduled chambers

conference. It seems to me we need a final call to finalize the documents so we can schedule that chambers conference. At this call please have the requisite people necessary to bind your respective clients. Please advise if 2 30 pm Eastern tomorrow works this call. If so, we can circulate a call in number.

Daniel H. Golden

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Bio<<http://www.akingump.com/dgolden>>

From: Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]

Sent: Tuesday, August 08, 2017 8:52 PM

To: Steel, Howard S.; 'Weintraub, William P'; Forster, Jill L.; Golden, Daniel; Newman, Deborah; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry

Cc: Weisfelner, Ed (External); Steve Berman; Chris O'Hara  
([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)<<mailto:ChrisO@hbsslaw.com><<mailto:ChrisO@hbsslaw.com>%3c<mailto:ChrisO@hbsslaw.com>>>); Elizabeth Cabraser  
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Subject: RE: Motors - GUC Settlement (FRE 408)

SUBJECT TO FRE 408

All - attached please find combined GDC/AG comments to the following:

1. Settlement Agreement

2. Settlement Order

3. Claims Estimate Order

4. 9019 Motion

5. Notice Motion

6. Long Form Notice

7. Cam Azari Declaration

We had no comments to the short form notice or Berman / Cabraser / Hilliard Declaration (the most recent versions have been reattached for the sake of completeness). Please note that we have been engaged in discussions with Lisa Norman who is counsel to the "Additional Ignition Switch Pre-Closing Accident Plaintiffs," and we understand that they are amenable to becoming signatories to the Settlement Agreement. Accordingly, the attached Settlement Agreement includes her firm as a PIWD Counsel. In addition, we understand from Akin that BR will be providing the back-up for the new cost of the Noticing Plan - please provide this document when possible.

Please note that the attached remains subject to the ongoing review and comment of our clients. Please let us know if you would like to discuss the attached.

Keith Martorana

Of Counsel

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Gibson, Dunn & Crutcher LLP

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[www.gibsondunn.com](http://www.gibsondunn.com)<[From: Steel, Howard S. \[<mailto:HSteel@brownrudnick.com>\]](https://urldefense.proofpoint.com/v2/url?u=http-3A%20www.gibsondunn.com&d=DwMGaQ&c=YOHA32qHoO0MlaoXxJhqDw&r=sHepujiB1s2yRa7ny05y6rSd9F6dtnxGwNlfd1G%20ckQ&m=apPxfSbMTP53bDPKy1n8z3y29f8p0lihxPCNDm4GXjo&s=ETxnyFYsZvMjsQcjVsxvmg-hgutpSHES2cvtLUwRY50&e=https://urldefense.proofpoint.com/v2/url?u=http-3A%20www.gibsondunn.com-253chttps-3A%20urldefense.proofpoint.com%20v2%20url-3Fu-3Dhttp-2D3A-5F-5Fwww.gibsondunn.com-26d-3DDwMGaQ-26c-3DYOHA32qHoO0MlaoXxJhqDw-26r-3DsHepujiB1s2yRa7ny05y6rSd9F6dtnxGwNlfd1G-5FckQ-26m-3DapPxfSbMTP53bDPKy1n8z3y29f8p0lihxPCNDm4GXjo-26s-3DETxnyFYsZvMjsQcjVsxvmg-2DhgutpSHES2cvtLUwRY50-26e&d=DwMF-g&c=YOHA32qHoO0MlaoXxJhqDw&r=0l3coMu4T2Br7N%20Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBXZJMNxRE4j3IPqImKSAOGWtTUFIOUjOSSrAX%20E&s=4Xg786KAfhbXzluUz6LzaTRkjNghA2DASoSVkrd5tss&e=>=></a>>></p></div><div data-bbox=)

Sent: Monday, August 7, 2017 12:58 PM

To: Martorana, Keith R.

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Cc: Weisfelner, Edward S.

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([ecabraser@lchb.com](mailto:ecabraser@lchb.com)<<mailto:ecabraser@lchb.com><<mailto:ecabraser@lchb.com>%3c<mailto:ecabraser@lchb.com>>>>)  
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Subject: RE: Motors - GUC Settlement (FRE 408)

SUBJECT TO FRE 408

All - attached please find combined EL and PI comments to all docs.

Index:

1. Settlement Agreement
2. Settlement Order
3. Claims Estimate Order
4. 9019 Motion
5. Notice Motion
6. Short Form Notice

7. Long Form Notice

8. Berman / Cabraser / Hilliard Declaration

9. Cam Azari Declaration

Please let us know where we are final, and any comments / anything you would like to discuss. Thanks.

Howard S. Steel

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From: Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]

Sent: Thursday, August 03, 2017 3:22 PM

To: Steel, Howard S.; 'Weintraub, William P'; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer  
& Feld LLP

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ailto:dnewman@akingump.com>>; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry

Cc: Weisfelner, Edward S.; Steve Berman; Chris O'Hara

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Subject: RE: Motors - GUC Settlement (FRE 408)

External E-mail. Use caution accessing links or attachments.

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SUBJECT TO FRE 408

All - attached please find the following, each of which remains subject to the ongoing review and comment of our clients:

- \* A revised settlement agreement (new version incorporates the comments of GP and minor clean-ups);
- \* A revised settlement order (minor clean-ups);
- \* A revised claims estimate order (minor clean-ups);
- \* A revised long-form notice (slight changes);
- \* A revised short-form notice (slight changes);
- \* A revised Settlement Motion.

I believe that is all of the documents that GDC/AG held the pen on. I believe we are awaiting a return draft of the notice motion/order from you. Please let us know if you would like to discuss any of the attached.

Keith Martorana

Of Counsel

GIBSON DUNN

Gibson, Dunn & Crutcher LLP

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[www.gibsondunn.com](http://www.gibsondunn.com)<[From: Steel, Howard S. \[<mailto:HSteel@brownrudnick.com>\]](https://urldefense.proofpoint.com/v2/url?u=http-3A%20www.gibsondunn.com&d=DwMGaQ&c=YOHA32qHoO0MlaoXxJhqDw&r=sHepujiB1s2yRa7ny05y6rSd9F6dtnxGwNlfd1G%20ckQ&m=apPxfSbMTP53bDPKy1n8z3y29f8p0lihxPCNDm4GXjo&s=ETxnyFYsZvMjsQcjVsxvmg-hgutpSHES2cvtLUwRY50&e=https://urldefense.proofpoint.com/v2/url?u=http-3A%20www.gibsondunn.com-253chttps-3A%20urldefense.proofpoint.com%20v2%20url-3Fu-3Dhttp-2D3A-5F-5Fwww.gibsondunn.com-26d-3DDwMGaQ-26c-3DYOHA32qHoO0MlaoXxJhqDw-26r-3DsHepujiB1s2yRa7ny05y6rSd9F6dtnxGwNlfd1G-5FckQ-26m-3DapPxfSbMTP53bDPKy1n8z3y29f8p0lihxPCNDm4GXjo-26s-3DETxnyFYsZvMjsQcjVsxvmg-2DhgutpSHES2cvtLUwRY50-26e&d=DwMF-g&c=YOHA32qHoO0MlaoXxJhqDw&r=0l3coMu4T2Br7N%20Q99hbWlYaN7G4bfPQENDMG0AtRGs&m=B6bQBxZJMNxE4j3IPqlmKSAOGWtTUFIOUjOSSrAX%20E&s=4Xg786KAfhbXzluUz6LzaTRkjNghA2DASoSVkrd5tss&e=>=></a>>></p></div><div data-bbox=)

Sent: Thursday, August 3, 2017 10:35 AM

To: 'Weintraub, William P'

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<[GFox@goodwinlaw.com](mailto:GFox@goodwinlaw.com)<<mailto:GFox@goodwinlaw.com><<mailto:GFox@goodwinlaw.com>%3c<mailto:GFox@goodwinlaw.com>>>>; Bob Hilliard  
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Cc: Weisfelner, Edward S.

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Subject: RE: Motors - GUC Settlement (FRE 408)

Please see attached updated notices (incorporating EL and PI comments) - cleans and blacklines from last GD / Akin circulation.

Happy to organize a page turn this afternoon or please send final comments / sign-off.

Leaving settlement agreement revisions per Bill's comments to GD. Thanks.

Howard S. Steel

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From: Weintraub, William P [<mailto:WWeintraub@goodwinlaw.com>]

Sent: Thursday, August 03, 2017 8:07 AM

To: Martorana, Keith R.; Steel, Howard S.; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP

([dgolden@akingump.com](mailto:dgolden@akingump.com)<<mailto:dgolden@akingump.com><<mailto:dgolden@akingump.com%3cm>  
[ailto:dgolden@akingump.com](mailto:dgolden@akingump.com)>>);

[dnewman@akingump.com](mailto:dnewman@akingump.com)<<mailto:dnewman@akingump.com><<mailto:dnewman@akingump.com%3cm>  
[ailto:dnewman@akingump.com](mailto:dnewman@akingump.com)>>; Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry

Cc: Weisfelner, Edward S.

Subject: RE: Motors - GUC Settlement (FRE 408)

External E-mail. Use caution accessing links or attachments.

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FRE 408:

Whoops. Items 3 and 4 resolve the EL / PIWD open issues with each other. Bill

From: Weintraub, William P

Sent: Thursday, August 03, 2017 7:54 AM

To: 'Martorana, Keith R.'; Steel, Howard S.; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP

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Cc: Weisfelner, Edward S.

Subject: RE: Motors - GUC Settlement (FRE 408)

FRE 408

Hello All:

For the sake of good order, I want to repeat here the edits the PIWD Plaintiffs want made to the Settlement Agreement and the two forms of Notice (short and long). Items 2 and 3 under the heading "Settlement Agreement" resolve the gating issue between EL and PIWD and enables us to move ahead. EL has seen the language and it my understanding they have approved it.

Settlement Agreement:

1. Section 1.43. Please add the words "those certain" to the definition PIWD Plaintiffs means those certain Ignition Switch Pre-Closing Accident Plaintiffs represented by PIWD Counsel. [This was done yesterday.]
2. Section 2.8. in the first sentence please add the underscored language as follows: "Notwithstanding Sections 157(b)(2)(B) and (b)(2)(O) of Title 28, in connection with the Settlement Motion, to the extent (if any) consent is required, the Pre-Closing Accident Plaintiffs represented by PIWD Counsel consent to the Bankruptcy Court....."
3. Section 2.9(b). Add a new first sentence as follows: "Allocation of the Settlement Amount, the Adjustment Shares (or their value), and any other consideration contained in the Settlement Fund between the Plaintiffs asserting economic loss claims and the Plaintiffs asserting PIWD claims shall be determined and approved in the first instance by District Judge Furman or Magistrate Cote, as applicable."

4. Section 2.9(c). Add a new first sentence as follows: "Approval of the qualifications and criteria for Plaintiffs to be eligible to receive distributions from the Settlement Amount, the Adjustment Shares (or their value), and any other consideration contained in the Settlement Fund shall be done by the Bankruptcy Court in the first instance."

5. Section 2.9(c). Add new last sentence as follows: "Being defined as a Plaintiff does not assure any party that he, she, or it will receive a distribution from the Settlement Amount, the Adjustment Shares (or their value), or any other consideration contained in the Settlement Fund."

Forms of Notice:

1. Please add to both the long and short form notices the following: "Being defined as an Affected Party does not assure you will receive a distribution from the Settlement Amount, the Adjustment Shares (or their value), or any other consideration contained in the Settlement Fund. Eligibility and criteria for payment will be approved by the Bankruptcy Court at a later date and will be subject to notice and an opportunity to object."

2. Please be specific in the forms of Notice that the releases and waivers that are contemplated under the Settlement Agreement to go into effect upon entry of the Settlement Order, and the channeling of claims to the Settlement Fund and to any other settlement consideration that will be done as contemplated by the Waiver Provision, will be solely the function of entry of the Settlement Order. [We have shared a mark-up of the Notices with Brown Rudnick in this regard. It is our understanding that Brown Rudnick is drafting revisions to the Notices that will be circulated shortly.]

We are ready to move ahead, subject to acceptance of these points and our review of any additional changes to the documents.

Bill

William P Weintraub

<image001.png>

Goodwin Procter LLP

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